

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Resort Condominiums International, LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other limited liability company

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: TM Acquisition Corp.
Internal Address: _____
Address: _____
Street Address: 3838 E. Van Buren Street
City: Phoenix State: Arizona Zip: 85008

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: June 3, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
B. Trademark Registration No.(s)
2518915

Additional number(s) attached Yes No

B. Trademark Registration No.(s)
2518915

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Stacy Lyons
Senior Legal Assistant
Internal Address: _____
Arent Fox Kintner Plotkin & Kahn, PLLC

Street Address: _____
1050 Connecticut Avenue, NW
City: Washington State: DC Zip: 20036

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
01-2300

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Stacy Lyons Stacy Lyons 6-6-02
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK REGISTRATION

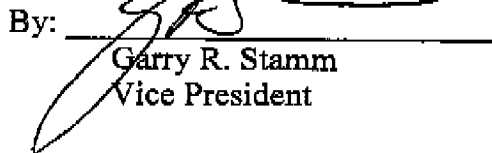
Whereas Resort Condominiums International, LLC (Assignor), a Delaware limited liability company, has adopted, used and is using the trademark which was registered in the United States Patent and Trademark Office under Registration No. 2518915; and

Whereas TM Acquisition Corp. (Assignee), a Delaware corporation, located at 3838 E. Van Buren Street, Phoenix, Arizona 85008 successor to the business of Resort Condominiums International, LLC to which the mark pertains, is desirous of acquiring said trademark and the registration thereof and any goodwill of the business pertaining thereto;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Resort Condominiums International, LLC. does hereby assign unto the said TM Acquisition Corp. all right, title and interest it may own in and to the said trademark, together with any goodwill of the business symbolized by the trademarks, and the above identified registration thereof.


Resort Condominiums International, LLC

Date: 6/3/02

By: 
Garry R. Stamm
Vice President

State of INDIANA)
) ss:
County of HAMILTON)

On this 3 day of JUNE, 2002, before me appeared Garry R. Stamm, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified assignor with authority to do so.


Notary Public **TERESA A WILSON**
NOTARY PUBLIC STATE OF INDIANA
BOONE COUNTY
MY COMMISSION EXP. SEPT 20, 2008

My Commission Expires: _____